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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

## BASIC AMENDMENT

## THE MOTIVATED ENTREPRENEUR, INC.

Certificate of Status	0
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Amended & Retained  
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## AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective August 20, 2004 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: The Motivated Entrepreneur, Inc.

Old Name:

Article II. Address. The Corporation's mailing address is:

The Motivated Entrepreneur, Inc.

8350 NW 52nd Terrace

Suite 107

Miami FL 33166

Article III. Registered Agent. The Corporation's registered agent is:

Ryan M. Hoback

8350 NW 52nd Terrace

Suite 107

Miami FL 33166

Article IV. Officers. The names and addresses of the Corporation's officers are:

President	Ryan M. Hoback
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Secretary	Ryan M. Hoback
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Treasurer	Ryan M. Hoback
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Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:

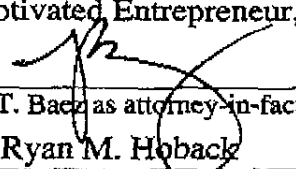
Ryan M. Hoback

Article VI. Capital Stock. The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VII. Corporate Existence. The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

The Motivated Entrepreneur, Inc.

By:   
by T. Baer as attorney-in-fact

Name: Ryan M. Hoback

Title: President

Date: August 20, 2004

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

The Motivated Entrepreneur, Inc.

**REGISTERED AGENT/OFFICE:**

Ryan M. Hoback  
8350 NW 52nd Terrace  
Suite 107  
Miami FL 33166

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
RYAN M. HOBACK  
by T. Baez as attorney-in-fact

Date: 8/20/2004

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